

§§ 232.401–232.402

issuers of an “asset-backed security,” as that term is defined in General Instruction I.B.5 of Form S-3 (§239.13 of this chapter).

[58 FR 14670, Mar. 18, 1993, as amended at 59 FR 67763, Dec. 30, 1994; 61 FR 30402, June 14, 1996; 62 FR 36458, July 8, 1997; 65 FR 24801, Apr. 27, 2000]

§§ 232.401–232.402 [Reserved]

EDGAR FUNCTIONS

§ 232.501 Modular submissions and segmented filings.

An electronic filer may use the following procedures to submit information to the EDGAR system for subsequent inclusion in an electronic filing:

(a) *Modular submissions.* (1) One or more electronic format documents may be submitted for storage in the non-public EDGAR data storage area as a modular submission for subsequent inclusion in one or more electronic submissions.

(2) An electronic filer shall be permitted a maximum of ten modular submissions in the non-public EDGAR data storage area at any time, not to exceed a total of one megabyte of digital information. If an electronic filer attempts to submit a modular filing which would cause either of these limits to be exceeded, EDGAR will suspend the modular submission and notify the electronic filer by electronic mail. After six business days, the modular submission held in suspense will be deleted from the system.

(3) A modular submission may be corrected or amended only by resubmitting the entire modular submission.

(b) *Segmented filings.* (1) Segments of a document intended to become an electronic filing may be submitted to the non-public EDGAR data storage area for assembly as a segmented filing.

(2) Segments shall be submitted no more than six business days in advance of the anticipated filing date and are not limited in number or size. They may be submitted from several geographic locations by more than one filing entity. Segments may be included in only one electronic filing. Once used, segments will be removed from the non-public EDGAR data storage area. The assembly of segments into a

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segmented filing shall be effected pursuant to the applicable provisions of the EDGAR Filer Manual. If segments are not prepared in accordance with the EDGAR Filer Manual, the filing will not be constructed. The filing date of a segmented filing shall be the date upon which the filing is assembled and satisfies the requirements of Rule 13(a) of Regulation S-T (§232.13(a)).

(3) Segments may be corrected or amended only by resubmitting the entire segment.

(c) A modular submission or segment shall not:

(1) be publicly available;

(2) Be deemed filed with the Commission for purposes of Securities Act section 11 (15 U.S.C. 77k), Exchange Act section 18 (15 U.S.C. 78r), Public Utility Act section 16 (15 U.S.C. 79p), Trust Indenture Act section 323 (15 U.S.C. 77www), or Investment Company Act section 34(b) (15 U.S.C. 80a–33(b)) prior to its inclusion in a filing; or

(3) Be deemed to constitute an official filing prior to its inclusion in a filing under the federal securities laws. Once a modular submission or segment has been included in an electronic filing, the liability and anti-fraud provisions of the Securities Act, the Exchange Act, the Trust Indenture Act, the Public Utility Act and the Investment Company Act shall apply to the electronic filing.

[58 FR 14670, Mar. 18, 1993; 58 FR 21349, Apr. 21, 1993, as amended at 65 FR 24801, Apr. 27, 2000]

FOREIGN PRIVATE ISSUERS AND FOREIGN GOVERNMENTS

§ 232.600 [Reserved]

§ 232.601 Foreign private issuers and foreign governments.

(a) Foreign private issuers and foreign governments shall not be subject to the mandated electronic filing requirements of this part 232, except that a document filed either jointly with, or with respect to, a registrant that is subject to mandated electronic filing shall be filed in electronic format. *See* Rule 100 of Regulation S-T (§232.100).

(b) Foreign private issuers and foreign governments may choose to file

electronically any document not required to be so filed to the extent that an appropriate form type is available, as identified by the EDGAR Filer Manual.

(c) Notwithstanding any provision of this part 232, if a foreign private issuer engages in an exchange offer, merger or other business combination transaction with a domestic registrant and the foreign private issuer files a Securities Act registration statement with respect to the transaction, the registration statement and all other documents relating to the transaction may be filed in paper, provided that the domestic registrant will not be subject to the reporting requirements of the Exchange Act at the conclusion of the transaction.

[62 FR 36458, July 8, 1997]

§§ 232.602–232.903 [Reserved]

PART 239—FORMS PRESCRIBED UNDER THE SECURITIES ACT OF 1933

Sec.

239.0–1 Availability of forms.

Subpart A—Forms for Registration Statements

239.4–239.8 [Reserved]

239.9 Form SB-1, optional form for the registration of securities to be sold to the public by certain small business issuers.

239.10 Form SB-2, optional form for the registration of securities to be sold to the public by small business issuers.

239.11 Form S-1, registration statement under the Securities Act of 1933.

239.12 Form S-2, for registration under the Securities Act of 1933 of securities of certain issuers.

239.13 Form S-3, for registration under the Securities Act of 1933 of securities of certain issuers offered pursuant to certain types of transactions.

239.14 Form N-2, for closed-end management investment companies registered on Form N-8A.

239.15 Form N-1, for open-end management investment companies registered on Form N-8A.

239.15A Form N-1A, registration statement of open-end management investment companies.

239.16 Form S-6, for unit investment trusts registered on Form N-8B-2.

239.16b Form S-8, for registration under the Securities Act of 1933 of securities to be

offered to employees pursuant to employee benefit plans.

239.17 [Reserved]

239.17a Form N-3, registration statement for separate accounts organized as management investment companies.

239.17b Form N-4, registration statement for separate accounts organized as unit investment trusts.

239.18 Form S-11, for registration under the Securities Act of 1933 of securities of certain real estate companies.

239.19 [Reserved]

239.20 Form S-20, for standardized options.

239.23 Form N-14, for the registration of securities issued in business combination transactions by investment companies and business development companies.

239.24 Form N-5, form for registration of small business investment company under the Securities Act of 1933 and the Investment Company Act of 1940.

239.25 Form S-4, for the registration of securities issued in business combination transactions.

239.26–239.30 [Reserved]

239.31 Form F-1, registration statement under the Securities Act of 1933 for securities of certain foreign private issuers.

239.32 Form F-2, for registration under the Securities Act of 1933 for securities of certain foreign private issuers.

239.33 Form F-3, for registration under the Securities Act of 1933 of securities of certain foreign private issuers offered pursuant to certain types of transactions.

239.34 Form F-4, for registration of securities of foreign private issuers issued in certain business combination transactions.

239.35 [Reserved]

239.36 Form F-6, for registration under the Securities Act of 1933 of depository shares evidenced by American Depositary Receipts.

239.37 Form F-7, for registration under the Securities Act of 1933 of securities of certain Canadian issuers offered for cash upon the exercise of rights granted to existing securityholders.

239.38 Form F-8, for registration under the Securities Act of 1933 of securities of certain Canadian issuers to be issued in exchange offers or a business combination.

239.39 Form F-9, for registration under the Securities Act of 1933 of certain investment grade debt or investment grade preferred securities of certain Canadian issuers.

239.40 Form F-10, for registration under the Securities Act of 1933 of securities of certain Canadian issuers.

239.41 Form F-80, for registration under the Securities Act of 1933 of securities of certain Canadian issuers to be issued in exchange offers or a business combination.